

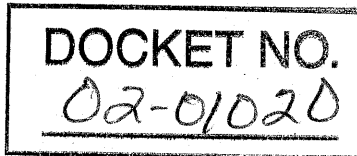
**BAKER  
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MISTY SMITH KELLEY  
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Chairman Sara Kyle  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243

September 16, 2002



SARA KYLE, COMMISSIONER  
TN PUBLIC SERVICE COMM.

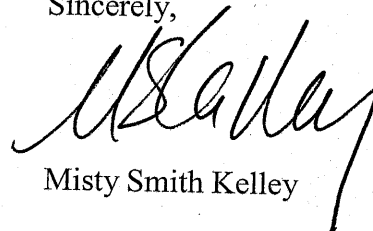
**Re: In Re: Petition of United Cities Gas Company for an Approval of an  
Amendment to its Franchise Agreement with Elizabethton, Tennessee**

Dear Ms. Kyle:

Please find enclosed a check in the amount of \$25.00 in payment of the filing fee for the Petition of United Cities Gas Company for Approval of a Franchise Agreement with Elizabethton, Tennessee, which was forwarded to your office for filing Monday, September 9, 2002.

Should you have any questions concerning this matter, please do not hesitate to contact me at the above number.

Sincerely,

  
Misty Smith Kelley

MSK:kc

C MSK 255504 v1  
830844-00086 09/16/2002

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

IN RE: PETITION OF UNITED CITIES GAS  
COMPANY FOR APPROVAL OF AN  
AMENDMENT TO ITS  
FRANCHISE AGREEMENT WITH  
ELIZABETHTON, TENNESSEE

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TN REGULATORY AUTHORITY  
DOCKET ROOM

DOCKET NO. 02-01090

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**PETITION OF UNITED CITIES GAS COMPANY FOR APPROVAL OF AN  
AMENDMENT TO ITS FRANCHISE AGREEMENT  
WITH ELIZABETHTON, TENNESSEE**

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United Cities Gas Company hereby petitions the Tennessee Regulatory Authority ("TRA") pursuant to Tenn. Code Ann. § 65-4-107 and requests approval of an amendment to its franchise agreement with Elizabethton, Tennessee. A copy of the ordinance embodying the amendment to the franchise agreement is attached hereto as Exhibit A. A copy of the original franchise ordinance and the acceptance is attached hereto as Exhibit B. In support of this Petition, United Cities states the following:

1. United Cities is a division of Atmos Energy Corporation, a corporation organized and existing under the laws of the State of Texas and the Commonwealth of Virginia, and qualified to do business in Tennessee. United Cities' principal place of business is located at 810 Crescent Centre Drive, Suite 600, Franklin, Tennessee 37067.

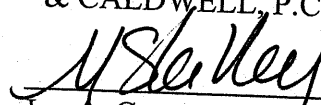
2. United Cities is engaged in the public utility business of furnishing natural gas to customers in numerous counties and cities in Tennessee.

3. On July 23, 1987, the city of Elizabethton, Tennessee adopted Ordinance Number 23-8 granting to United Cities Gas Company an exclusive franchise for a twenty-year period expiring on April 15, 2008.

3. On August 8, 2002, the city of Elizabethton, Tennessee passed Ordinance Number 38-9 on second and final reading. Ordinance Number 38-9 amends the previous franchise ordinance by adding a section implementing a five per cent franchise fee.

Wherefore, United Cities respectfully requests that the amended franchise agreement embodied in the attached Ordinance No. 38-9 be approved by the TRA and found to be fair, necessary, reasonable and proper to serve the public interest.

BAKER, DONELSON, BEARMAN  
& CALDWELL, P.C.



Joe A. Conner, TN BPR # 12031  
Misty Smith Kelley, TN BPR # 19450  
1800 Republic Centre  
633 Chestnut Street  
Chattanooga, TN 37450-1800

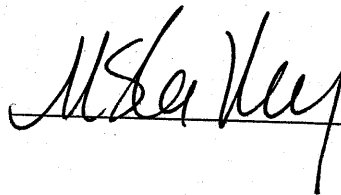
Attorneys for United Cities Gas Company

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing has been mailed, postage prepaid, to the following parties of interest this 9th day of September, 2002.

Richard Collier  
General Counsel, Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

Timothy C. Phillips  
Office of Attorney General and Reporter  
Consumer Advocate Division  
P.O. Box 20207  
Nashville, TN 37202

  
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